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*Proposed Counsel for Official
Committee of Tort Claimants*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION

-and-

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors

- ☐ Affects PG& E Corporation
- ☐ Affects Pacific Gas and Electric Company
- ☒ Affects both Debtors

**All papers shall be filed in the Lead Case,
No. 19-30088 (DM)*

Case No. 19-30088 (DM)
Chapter 11
(Lead Case)
(Jointly Administered)

**EX PARTE APPLICATION OF THE
OFFICIAL COMMITTEE OF TORT
CLAIMANTS PURSUANT TO B.L.R.
9013-1(c) FOR ENTRY OF AN ORDER
AUTHORIZING OVERSIZE BRIEFING
FOR OPPOSITION OF THE OFFICIAL
COMMITTEE OF TORT CLAIMANTS
TO MOTION OF DEBTORS PURSUANT
TO 11 U.S.C. §§ 105(a), 363, AND 503(c)
FOR ENTRY OF AN ORDER (I)
APPROVING SHORT-TERM
INCENTIVE PLAN AND (II)
GRANTING RELATED RELIEF (Dkt.
No. 782)**

The Official Committee of Tort Claimants (hereafter, the “TCC”), representing the largest group of stakeholders in the above-captioned Chapter 11 cases of PG&E Corp. and Pacific Gas and Electric Company (collectively, the “Debtors” or “PG&E”), by and through undersigned counsel,

1 on an *ex parte* basis, hereby submits this Application (the “**Application**”) to the Court, pursuant to
2 Rule 9013-1(c) of the Bankruptcy Local Rules for the United States District Court for the Northern
3 District of California (the “**Bankruptcy Local Rules**”), for entry of an order authorizing the TCC
4 to file an oversize brief for its opposition to the Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a),
5 363, and 503(c) for Entry of an Order (I) Approving Short-Term Incentive Plan and (II) Granting
6 Related Relief (ECF No. 782) (the “**STIP Motion**”). In support of this Motion, the Debtors
7 respectfully submit the Declaration of Catherine E. Woltering (the “**Woltering Decl.**”), filed
8 contemporaneously herewith.

9 **MEMORANDUM OF POINTS AND AUTHORITIES**

10 **I. JURISDICTION**

11 The Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334,
12 the Order Referring Bankruptcy Cases and Proceedings to Bankruptcy Judges, General Order 24
13 (N.D. Cal.), and Bankruptcy Local Rule 5011-1(a). This is a core proceeding pursuant to 28 U.S.C.
14 § 157(b). Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

15 **II. BACKGROUND**

16 On March 6, 2019, the Debtors filed the STIP Motion. On March 12, 2019, the TCC filed
17 an initial objection to the STIP Motion (ECF No. 847) and simultaneously therewith, served the
18 Debtors with notices of depositions of their two declarants in support of the STIP Motion: Dinyar
19 Mistry, Debtors’ HR VP, and Douglas Friske of Willis Towers Watson PLC. On Tuesday, March
20 19, 2019, the TCC took the deposition of Mistry and on Thursday, March 21, 2019, the TCC took
21 the deposition of Friske. The TCC seeks to file its opposition to the STIP Motion (the
22 “**Opposition**”).

23 **III. OVERSIZE BRIEFING FOR THE OPPOSITION IS WARRANTED**

24 Bankruptcy Local Rule 9013-1(c) provides that, “Unless the Court expressly orders
25 otherwise, the initial and response memoranda of points and authorities shall not exceed 25 pages
26 of text, and reply memorandum shall not exceed 15 pages of text.” B.L.R. 9013-1(c).

1 Through the STIP Motion the Debtors seek permission to pay hundreds of millions of
2 dollars in bonus payments under the 2019 STIP, which would deplete the estate and reduce the
3 assets available to the 2017 and 2018 wildfire victims represented by the TCC. As this Court is
4 aware, PG&E's lack of expenditures on safety measures have caused the loss of life, property and
5 public safety, and as a result, PG&E has been under severe public scrutiny. Now, PG&E is
6 requesting to pay bonuses according to the 2019 STIP. The STIP Motion has great significance for
7 victims, PG&E employees, including union employees, and creditors. *See* Peter Eavis and Ivan
8 Penn, *Home in Ashes, They're Forced to Fight for Share of PG&E Money*, N.Y. Times, March 15,
9 2019.¹

10 In order to adequately address the issues with and respond to the STIP Motion, raise
11 additional concerns that must be considered in conjunction with the relief requested in the STIP
12 Motion, and incorporate the information gleaned from the noticed depositions on the STIP Motion,
13 it will be necessary for the TCC to exceed the 25-page limit. The TCC submits that sufficient cause
14 exists for the Court to allow oversize briefing for the Opposition. Although the TCC has tried to
15 limit the length of its briefing as much as possible here, the size and complexity of these Chapter
16 11 Cases and the relief requested have made it impracticable to limit the size of the Opposition.

17 **WHEREFORE**, the TCC requests entry of an order granting the relief requested herein
18 and such other and further relief as the Court may deem just and appropriate.

19
20 Dated: March 27, 2019

Respectfully submitted,

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22 BAKER & HOSTETLER LLP

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24 By: /s/ Robert A. Julian
Robert A. Julian

25 *Proposed Attorneys for Official Committee of Tort*
26 *Claimants*

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28 ¹ <https://www.nytimes.com/2019/03/14/business/energy-environment/pge-bankruptcy-claims.html>

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Exhibit A
[PROPOSED] Order

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**ORDER AUTHORIZING OVERSIZE
BRIEFING PURSUANT TO B.L.R.
9013-1(c) FOR OPPOSITION OF THE
OFFICIAL COMMITTEE OF TORT
CLAIMANTS TO MOTION OF
DEBTORS PURSUANT TO 11 U.S.C.
§§ 105(a), 363, AND 503(c) FOR ENTRY
OF AN ORDER (I) APPROVING
SHORT-TERM INCENTIVE PLAN AND
(II) GRANTING RELATED RELIEF
(Dkt. No. 782)**

The Court, having reviewed the Ex Parte Application of the Official Committee of Tort
Claimants Pursuant to B.L.R. 9013-1(c) for Entry of an Order Authorizing Oversize Briefing for

1 Opposition of the Official Committee of Tort Claimants to Motion of Debtors Pursuant to 11
2 U.S.C. §§ 105(a), 363, and 503(c) for Entry of an Order (I) Approving Short-Term Incentive Plan
3 and (II) Granting Related Relief (ECF No. 782) (the “**Application**”) filed on March 27, 2019, and
4 after due deliberation and sufficient cause appearing therefor,

5 **IT IS HEREBY ORDERED THAT:**

- 6 1. The Application is granted, as provided herein.
- 7 2. The TCC is authorized to file and serve an opposition to the Debtor’s STIP Motion,
8 as defined in the Application, in excess of 25 pages.

9
10 ****END OF ORDER****
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